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FORM D

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION WEST WEST WEST OF THE PROPERTY OF THE PROPERT



FORM O

AUG 1 5 2003

OMB APPROVAL

OMB Number: 3235-0076

Expires: May 31, 2005

Estimated average burden

hours per response16.00

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VOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SE SECTION 4(6), AND/OR

UNIFORM LIMITED OFFERING EXEMPTION

Redeemable Convertible Subordinated Note Filing Under (Check box(es) that apply): Type of Filing: New Filing Amendment	: 504 Rule 505 Rule 506	Section 4(6)	ULOE	
	A. BASIC IDENTIFICATION	DATA		
1. Enter the information requested about the issuer				
Name of Issuer (Cock if this is an amendment as		inge.)		
Vuico, LLC				ting the
Address of Executive Offices 17314 Texas State Highway 249, Suite 112,	(Number and Street, City, State	, Zip Code)	Telephone Number (including A (281) 517-6608	Arca Code)
Address of Principal Business Operations (if different from Executive Offices)	(Number and Street, City. Star	c, Zip Code)	Telephone Number (Including	Area Code)
Brief Description of Business Wireless and mobile computing software				PROCESSED
	partnership, already formed partnership, to be formed		case specify): d-Liability Company	AUG 1 8 2003
Actual or Estimated Date of Incorporation or Organiza Jurisdiction of Incorporation or Organization: (Enter to CN 1)		tion for State:	nated	PINANCIAL

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W. Washington, D.C 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form, Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

-ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filling of a federal notice.

SEC 1972 (6-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

1 of 9



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2. Enter the information										
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Each beneficial own	er bav	ing the pow	er to v	ote or dispose, or dir	cct the	vote or dispositi	on of, 10	% or more	of a clu	ss of equity securities of the issu
Each executive Offi	cer an	a arector of	r coubo	orate issuers and of	corpor	rate general and	nunagin	g partners o	of partn	crship issuers; and
• Each general and n	gnag	ing partner	of part	incrship issuers.						
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					B. INFORM	IATION A	SOUT OFF	ERING					
I. Has ti	he issuer s	old, or doe	s the issue	r intend to	sell, to no	n-accredit	ed investor	s in this o	ffering?			Yes	No
							mn 2. if fili		-			لنا	-
2. What	is the mini	imum inve					ividual?	-		*********		<u> 5,7,5</u>	00
3. Does t	the offerin	g pe m it j	oint owner	ship of a s	ingle unit?		***********	************		*****		Yes X	No
If a per or state	ission or si rson to be l es, list the r	milar remu isted is an name of the	ncration for associated broker or	r solicitatio person or a dealer. It m	n of purch gent of a b tore than fi	asers in cor roker or de ve (5) pers	ill be paid of mection with aler registe ons to be li- or dealer o	th sales of red with the sted are as	securities in SEC and	n the offer	ing.	_	_
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OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS 1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box [] and indicate in the columns below the amounts of the securities offered for exchange and

Type of Security	Aggregate Offering Price	Amount Aiready Sold
Debt	20	5 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Equity	the first of the second of the	5 0
Common Preferred		
Convertible Securities (including warrants)	\$ 172,500	\$ 172.500
Partnership Interests	9.0	• 0
Other (Specify	So	\$.0
Total		
Answer also in Appendix, Column 3. if filing under ULOE.		
2. Enter the number of accredited and non-accredited investors who have purchased securities in thi offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicat the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "O" if answer is *'none" or "zero."	c	Aggregate Dollar Amount
	Investors	of Purchases
Accredited Investors,	5	§:172,500
Non-accredited Investors	0	S.0
Total (for filings under Rule 504 only)	0	§ 172,500
Answer also in Appendix, Column 4, if filing under ULOE.		
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C Question 1.	5	
mission of coordinate tit time error title. Commiss, addutings of Abba ticing at 1 at 1 C decorate 1.		
- , ,	Type of	Dollar Amount
Type of Offering	Type of Security	Dollar Amount Sold
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Type of Offering Rule 505 Regulation A	Security	
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Type of Offering Rule 505 Regulation A Rulc 504 Total 4 a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is	Security	
Type of Offering Rule 505 Regulation A Rule 504 Total 4 a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.	Socurity	Sold S
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Total

∑ 5<u>6,500</u>

and total expenses intrinsing in response to b	to offering price given in response to Part C-Question 1 lart C-Question 4.a. This difference is the "adjusted gros	8	
proceeds to the issuer."			s 166,000
each of the purposes shown. If the amount	oss proceed to the issuer used or proposed to be used for for any purpose is not known, furnish an estimate and total of the payments listed must equal the adjusted gross to Part C—Question 4.b above.		
		Payments to Officers. Directors, & Affiliates	Payments to Others
Salaries and fccs		□s0	∩ s <u>_0</u>
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Purchase, rental or leasing and installation of			
and equipment	······································	<u> </u>	s <u>0</u>
Construction or leasing of plant buildings a	nd facilities		s <u></u>
Acquisition of other businesses (including to offering that may be used in exchange for the	he assets or securities of another		damente per consti
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Other (specify):		s <u></u>	s_ <u></u>
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Column Totals		_ s <u>0</u>	≥ s 166,000
Total Payments Listed (column totals added)		≥ § 16	5,000
	D. FEDERAL SIGNATURE		
	by the undersigned duly authorized person. If this notice to furnish to the U.S. Securities and Exchange Commis-		
	n-accredited investor pursuant to paragraph (b)(2) of Rul		1942001 01 110 Jm
	Signature \ O O	Date	
er (Print or Type) ico, LLC	erende en en 75 eksember kan kan kan kan beske kan	7/31/03	

- ATTENTION ---

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C.1001.)

	E. STATE SIGNATURE
3	. Is any party described in 17 CFR 230.262 presently subject to any of the disqualification Yes No provisions of such rule?
	See Appendix, Column 5, for state response.
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (I 7 CFR 239.500) at such times as required by state law.
3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.
	uer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned athorized person.
	Print or Type) Signsture Date LLC 7/31/03
Name (Vui L	Print or Type) Title (Print or Type) President and Chief Executive Officer

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

				AF	PENDIX				
ì	Intend to non-a	to sell ceredited s in State Item 1)	Type of security and aggregate offering price offered in state (Part C-Item I)		5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item I)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
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State	to non-	2 ad to sell accredited ars in State 3-Item I)	Type of security and aggregate offering price offered in state (Part C-Item 1)		Disqualification under State UL((if yes, attach explanation or waiver granted) (Part E-Item I)				
	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
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				APP	ENDIX				
Intend to sell a to non-accredited off investors in State offi			non-accredited offering price estors in State offered in state		Type of investor and amount purchased in State (Part C-Item 2)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
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